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**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

2011

Department of the Treasury  
Internal Revenue Service

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011, or tax year beginning

, 2011, and ending

<p>City or town <b>Berkeley</b></p> <p><b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial Return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change</p> <p><b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation</p> <p><b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) <b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual  ► \$ 395,993. (Part I, column (d) must be on cash basis.)</p>		<p><b>A</b> Employer identification number <b>94-3143163</b></p> <p><b>B</b> Telephone number (see the instructions) <b>(510) 841-4123</b></p> <p><b>C</b> If exemption application is pending, check here. ► <input type="checkbox"/></p> <p><b>D</b> 1 Foreign organizations, check here . . . . . ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation . . . . . ► <input type="checkbox"/></p> <p><b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here . . . . . ► <input type="checkbox"/></p> <p><b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . . . . . ► <input type="checkbox"/></p>			
<p><b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</p> <p><b>REVENUE</b></p> <p>1 Contributions, gifts, grants, etc, received (att sch) . . . . . 0.</p> <p>2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B</p> <p>3 Interest on savings and temporary cash investments. . . . . 0.</p> <p>4 Dividends and interest from securities . . . . . 6,810.</p> <p>5 a Gross rents . . . . .</p> <p>b Net rental income or (loss) . . . . .</p> <p>6 a Net gain/(loss) from sale of assets not on line 10 . . . . . -3,362.</p> <p>b Gross sales price for all assets on line 6a . . . . . 43,936.</p> <p>7 Capital gain net income (from Part IV, line 2) . . . . . 0.</p> <p>8 Net short-term capital gain . . . . . 0.</p> <p>9 Income modifications . . . . .</p> <p>10 a <b>RECEIVED</b> Gross sales less rets and allowances . . . . . 0.</p> <p>b Less Cost of goods sold <b>AUG 14 2012</b> <b>OSC</b> . . . . .</p> <p>c Gross profit/(loss) (att sch) . . . . . 10.</p> <p>11 Other income (attach schedule) . . . . .</p> <p>12 Total. Add lines 1 through 11. <b>OGDEN UT</b> None 3,448. 6,810. 0.</p> <p>13 Compensation of officers, directors, trustees, etc . . . . . 0. 0. 0.</p> <p>14 Other employee salaries and wages . . . . . 0. 0. 0.</p> <p>15 Pension plans, employee benefits . . . . . 0. 0. 0.</p> <p>16 a Legal fees (attach schedule) . . . . . 0. 0. 0.</p> <p>b Accounting fees (attach sch) L-16b Stmt. 2,184. 0. 0. 2,184.</p> <p>c Other prof fees (attach sch) L-16c Stmt. 10,147. 4,747. 0. 5,400.</p> <p>17 Interest . . . . .</p> <p>18 Taxes (attach schedule)(see instrs) <b>Excise Tax</b> 108. 0. 0. 0.</p> <p>19 Depreciation (attach sch) and depletion . . . . . 0. 0. 0.</p> <p>20 Occupancy . . . . . 0. 0. 0.</p> <p>21 Travel, conferences, and meetings . . . . . 140. 0. 0. 140.</p> <p>22 Printing and publications . . . . . 0. 0. 0.</p> <p>23 Other expenses (attach schedule) See Line 23 Stmt 226. 0. 0. 226.</p> <p>24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 12,805. 4,747. 0. 7,950.</p> <p>25 Contributions, gifts, grants paid . . . . . 23,500. . . . . 23,500.</p> <p>26 <b>Total expenses and disbursements.</b> Add lines 24 and 25 . . . . . 36,305. 4,747. 0. 31,450.</p> <p>27 Subtract line 26 from line 12:</p> <p>a <b>Excess of revenue over expenses and disbursements</b> . . . . . -32,857. . . . .</p> <p>b Net investment income (if negative, enter -0-) . . . . . 2,063. . . . .</p> <p>c Adjusted net income (if negative, enter -0-) . . . . . 0. . . . .</p>		<p><b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</p> <p><b>ADMINISTRATIVE EXPENSES</b></p> <p>13 Compensation of officers, directors, trustees, etc . . . . . 0. 0. 0.</p> <p>14 Other employee salaries and wages . . . . . 0. 0. 0.</p> <p>15 Pension plans, employee benefits . . . . . 0. 0. 0.</p> <p>16 a Legal fees (attach schedule) . . . . . 0. 0. 0.</p> <p>b Accounting fees (attach sch) L-16b Stmt. 2,184. 0. 0. 2,184.</p> <p>c Other prof fees (attach sch) L-16c Stmt. 10,147. 4,747. 0. 5,400.</p> <p>17 Interest . . . . .</p> <p>18 Taxes (attach schedule)(see instrs) <b>Excise Tax</b> 108. 0. 0. 0.</p> <p>19 Depreciation (attach sch) and depletion . . . . . 0. 0. 0.</p> <p>20 Occupancy . . . . . 0. 0. 0.</p> <p>21 Travel, conferences, and meetings . . . . . 140. 0. 0. 140.</p> <p>22 Printing and publications . . . . . 0. 0. 0.</p> <p>23 Other expenses (attach schedule) See Line 23 Stmt 226. 0. 0. 226.</p> <p>24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 12,805. 4,747. 0. 7,950.</p> <p>25 Contributions, gifts, grants paid . . . . . 23,500. . . . . 23,500.</p> <p>26 <b>Total expenses and disbursements.</b> Add lines 24 and 25 . . . . . 36,305. 4,747. 0. 31,450.</p> <p>27 Subtract line 26 from line 12:</p> <p>a <b>Excess of revenue over expenses and disbursements</b> . . . . . -32,857. . . . .</p> <p>b Net investment income (if negative, enter -0-) . . . . . 2,063. . . . .</p> <p>c Adjusted net income (if negative, enter -0-) . . . . . 0. . . . .</p>			

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<b>Part II</b> <b>Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>ASSETS</b>	1	1 Cash – non-interest-bearing . . . . .	1,102.	1,552.	1,552.
	2	2 Savings and temporary cash investments . . . . .	110,158.	82,202.	82,202.
	3	3 Accounts receivable . . . . . ► 0.	0.	0.	0.
		Less allowance for doubtful accounts ► 0.	0.	0.	0.
	4	4 Pledges receivable . . . . . ► 0.	0.	0.	0.
		Less allowance for doubtful accounts ► 0.	0.	0.	0.
	5	5 Grants receivable . . . . .	0.	0.	0.
	6	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .	0.	0.	0.
	7	7 Other notes and loans receivable (attach sch) ► 0.	0.	0.	0.
		Less allowance for doubtful accounts ► 0.	0.	0.	0.
	8	8 Inventories for sale or use . . . . .	0.	0.	0.
	9	9 Prepaid expenses and deferred charges . . . . .	1,794.	1,686.	1,686.
	10a	a Investments – U.S. and state government obligations (attach schedule) . . . . .	0.	0.	0.
	b	b Investments – corporate stock (attach schedule) . I-10b. Stmt . . . . .	147,345.	177,652.	177,652.
	c	c Investments – corporate bonds (attach schedule) . . . . .	29,787.	0.	0.
	11	11 Investments – land, buildings, and equipment basis . . . . . ► 0.	0.	0.	0.
		Less accumulated depreciation (attach schedule) . . . . . ► 0.	0.	0.	0.
	12	12 Investments – mortgage loans . . . . .	0.	0.	0.
	13	13 Investments – other (attach schedule) . I-13. Stmt . . . . .	137,501.	132,901.	132,901.
	14	14 Land, buildings, and equipment basis ► 0.	0.	0.	0.
		Less accumulated depreciation (attach schedule) . . . . . ► 0.	0.	0.	0.
	15	15 Other assets (describe ► <u>Interest Receivable</u> ) . . . . .	1,075.	0.	0.
	16	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I) . . . . .	428,762.	395,993.	395,993.
<b>LIABILITIES</b>	17	17 Accounts payable and accrued expenses . . . . .	0.	0.	
	18	18 Grants payable . . . . .	0.	0.	
	19	19 Deferred revenue . . . . .	0.	0.	
	20	20 Loans from officers, directors, trustees, & other disqualified persons . . . . .	0.	0.	
	21	21 Mortgages and other notes payable (attach schedule) . . . . .	0.	0.	
	22	22 Other liabilities (describe ► ) . . . . .	0.	0.	
	23	23 Total Liabilities (add lines 17 through 22) . . . . .	0.	0.	
<b>NET FUND TOTALS</b>	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	24 Unrestricted . . . . .	428,762.	395,993.	
	25	25 Temporarily restricted . . . . .			
	26	26 Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 27 through 31.				
	27	27 Capital stock, trust principal, or current funds . . . . .			
	28	28 Paid-in or capital surplus, or land, building, and equipment fund . . . . .			
	29	29 Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30	30 Total net assets or fund balances (see instructions) . . . . .	428,762.	395,993.	
	31	31 Total Liabilities and net assets/fund balances (see instructions) . . . . .	428,762.	395,993.	

**Part III** **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	428,762.
2	Enter amount from Part I, line 27a . . . . .	2	-32,857.
3	Other increases not included in line 2 (itemize) . . . ► <u>FMV Adjustment of Investments</u>	3	88.
4	Add lines 1, 2, and 3 . . . . .	4	395,993.
5	Decreases not included in line 2 (itemize) . . . ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30 . . . . .	6	395,993.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
<b>1a Sales of Publicly Traded Stocks</b>			P	Various	Various
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 43,936.	0.	47,298.	-3,362.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
<b>a</b>			-3,362.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	-3,362.	
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	-3,362.	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income )

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	33,949.	411,959.	0.082409
2009	34,955.	398,373.	0.087744
2008	57,884.	497,446.	0.116362
2007	102,801.	1,365,310.	0.075295
2006	94,294.	1,303,291.	0.072351

<b>2</b> Total of line 1, column (d)	2	0.434161
<b>3</b> Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.086832
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	416,176.
<b>5</b> Multiply line 4 by line 3	5	36,137.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	21.
<b>7</b> Add lines 5 and 6	7	36,158.
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	31,450.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the  
Part VI instructions

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)**

1 a	Exempt operating foundations described in section 4940(d)(2), check here . . . ► <input type="checkbox"/> and enter 'N/A' on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)		1	41.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here . . . ► <input type="checkbox"/> and enter 1% of Part I, line 27b . . .		
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b) . . .			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .	2	0.
3	Add lines 1 and 2. . .	3	41.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . .	5	41.
6	<b>Credits/Payments</b>		
a	2011 estimated tax pmts and 2010 overpayment credited to 2011 . . .	6 a	1,686.
b	Exempt foreign organizations – tax withheld at source . . .	6 b	
c	Tax paid with application for extension of time to file (Form 8868) . . .	6 c	
d	Backup withholding erroneously withheld . . .	6 d	
7	Total credits and payments. Add lines 6a through 6d . . .	7	1,686.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . .	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . ► 9	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . ► 10	10	1,645.
11	Enter the amount of line 10 to be <b>Credited to 2012 estimated tax</b> . . . ► 1,645. <b>Refunded</b> . . . ► 11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a	X	
1 b	X	
1 c	X	
2	X	
3	X	
4 a	X	
4 b	N/A	
5	X	
6	X	
7	X	
8 a		
8 b	X	
9	X	
10	X	

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . .

1 b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? . . .

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1 c Did the foundation file Form 1120-POL for this year? . . .

1 d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.

(1) On the foundation . . . ► \$ 0. (2) On foundation managers . . . ► \$ 0.

1 e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers . . . ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . .

If 'Yes,' attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes . . .

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .

b If 'Yes,' has it filed a tax return on Form 990-T for this year? . . .

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . .

If 'Yes,' attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . .

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV. . .

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) . . . ►

CA - California

b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation . . .

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV . . .

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses . . .

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions) . . . . .	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions) . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	X	
Website address . . . . . ► N/A				
14	The books are in care of ► Leventhal Kline Management Inc. Telephone no ► (510) 841-4123 Located at ► 127 University Avenue Berkeley CA ZIP + 4 ► 94710 N/A			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here . . . . . ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . N/A . . . . . ► 15			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22-1. If 'Yes,' enter the name of the foreign country ►				

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

		Yes	No
<b>1 a</b>	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<b>b</b>	If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . .	N/A	► <input type="checkbox"/>
<b>1 b</b>	Organizations relying on a current notice regarding disaster assistance check here . . . . .		
<b>1 c</b>	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? . . . . .		
<b>2</b>	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__		
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions.) . . . . .	N/A	
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__		
<b>3 a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If 'Yes,' did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) . . . . .	N/A	
<b>3 b</b>			
<b>4 a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? . . . . .		
<b>4 b</b>			

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5 a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  Nob If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  N/AOrganizations relying on a current notice regarding disaster assistance check here  N/Ac If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  N/A

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  Nob If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?  N/A7 b  N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Jerome E. Carlin 127 University Avenue Berkeley CA 94710	Pres./Direct 1.00	0.	0.	0.
Joy Carlin 127 University Avenue Berkeley CA 94710	Director 2.00	0.	0.	0.
Nicholas A. Carlin 127 University Avenue Berkeley CA 94710	Secty/Treas/Dir 1.00	0.	0.	0.
Alexander Carlin 127 University Avenue Berkeley CA 94710	Director 3.00	0.	0.	0.

**2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter 'NONE.'**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				
0				
0				
0				
0				
Total number of other employees paid over \$50,000				None

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		None

## Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	<u>N/A</u>	
2		0.
3		
4		

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	N/A	
	-----	
	-----	
2		0.
	-----	
	-----	
All other program-related investments See instructions		
3	N/A	
	-----	
	-----	
Total. Add lines 1 through 3 . . . . .		►
		None

**Part X** **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a Average monthly fair market value of securities . . . . .	1 a	316,224.
b Average of monthly cash balances . . . . .	1 b	104,604.
c Fair market value of all other assets (see instructions) . . . . .	1 c	1,686.
d <b>Total</b> (add lines 1a, b, and c) . . . . .	1 d	422,514.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets . . . . .	2	0.
3 Subtract line 2 from line 1d . . . . .	3	422,514.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions) . . . . .	4	6,338.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	5	416,176.
6 Minimum investment return. Enter 5% of line 5 . . . . .	6	20,809.

**Part XI** **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part.)

1 Minimum investment return from Part X, line 6 . . . . .	1	20,809.
2 a Tax on investment income for 2011 from Part VI, line 5 . . . . .	2 a	41.
b Income tax for 2011 (This does not include the tax from Part VI.) . . . . .	2 b	0.
c Add lines 2a and 2b . . . . .	2 c	41.
3 Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	3	20,768.
4 Recoveries of amounts treated as qualifying distributions . . . . .	4	0.
5 Add lines 3 and 4 . . . . .	5	20,768.
6 Deduction from distributable amount (see instructions) . . . . .	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	7	20,768.

**Part XII** **Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a Expenses, contributions, gifts, etc — total from Part I, column (d), line 26 . . . . .	1 a	31,450.
b Program-related investments — total from Part IX-B. . . . .	1 b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes . . . . .	2	0.
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required) . . . . .	3 a	0.
b Cash distribution test (attach the required schedule) . . . . .	3 b	0.
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	4	31,450.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions) . . . . .	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4 . . . . .	6	31,450.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7 . . . . .				20,768.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only . . . . .			0.	
b Total for prior years 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2011				
a From 2006 . . . . .	33,381.			
b From 2007 . . . . .	36,137.			
c From 2008 . . . . .	33,276.			
d From 2009 . . . . .	15,184.			
e From 2010 . . . . .	13,459.			
f Total of lines 3a through e . . . . .	131,437.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 31,450.				
a Applied to 2010, but not more than line 2a . . . . .			0.	
b Applied to undistributed income of prior years (Election required — see instructions) . . . . .		0.		
c Treated as distributions out of corpus (Election required — see instructions) . . . . .	0.			
d Applied to 2011 distributable amount . . . . .				20,768.
e Remaining amount distributed out of corpus . . . . .	10,682.			
5 Excess distributions carryover applied to 2011 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	142,119.			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions . . . . .		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount — see instructions . . . . .			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 . . . . .				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .	33,381.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	108,738.			
10 Analysis of line 9:				
a Excess from 2007 . . . . .	36,137.			
b Excess from 2008 . . . . .	33,276.			
c Excess from 2009 . . . . .	15,184.			
d Excess from 2010 . . . . .	13,459.			
e Excess from 2011 . . . . .	10,682.			

BAA

Form 990-PF (2011)

**Part XIV** Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling . . . . . ►				
b Check box to indicate whether the foundation is a private operating foundation described in section	<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .				
b 85% of line 2a . . . . .				
c Qualifying distributions from Part XII, line 4 for each year listed . . . . .				
d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .				
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .				
3 Complete 3a, b, or c for the alternative test relied upon:				
a 'Assets' alternative test – enter				
(1) Value of all assets . . . . .				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .				
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .				
c 'Support' alternative test – enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii) . . . . .				
(3) Largest amount of support from an exempt organization . . . . .				
(4) Gross investment income . . . . .				

**Part XV** Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:**

Check here ►  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed

N/A

b The form in which applications should be submitted and information and materials they should include

N/A

c Any submission deadlines

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

N/A

## Part XV Supplementary Information (continued)

## 3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
Rocky Mountain Peace & Justice Center PO Box 1399			Publicly Supported	
Boulder CO 80306	N/A	509(a)1	General Support	300.
Earth Island Institute/CoalSwarm 2150 Allston Way, Ste. 560		Publicly Supported		
Berkeley CA 94704	N/A	509(a)1	General Support	300.
People's Rights Fund 55 W. 17th Street, Room 500				
New York NY 10011	N/A	509(a)2	Operating Support	100.
Ploughshares Fund		Publicly Supported		
Fort Mason Center Bldg. B. Ste. 330				
San Francisco CA 94123	N/A	509(a)1	Operating Support	1,000.
World Security Institute 1779 Massachusetts Ave NW		Publicly Supported		
Washington DC 20036	N/A	509(a)1	General Support	300.
Japanese Cultural & Com Ctr of N. Cal 1840 Sutter Street, Ste 202		Publicly Supported	Japan	
San Francisco CA 94225	N/A	509(a)1	Earthquake Relief Fund	200.
Public Citizen Foundation 1600 20th Street NW		Publicly Supported		
Washington DC 20009	N/A	509(a)1	General Support	100.
Center for Constitutional Rights 666 Broadway, 7th Floor		Publicly Supported		
New York NY 10012	N/A	509(a)1	General Support	250.
NARAL Pro-Choice America 1156 15th Street		Publicly Supported		
Washington DC 20005	N/A	509(a)1	General Support	1,000.
See Line 3a statement				19,950.
<b>Total . . . . .</b>			► 3a	23,500.
<b>b Approved for future payment</b>				
<b>Total . . . . .</b>			► 3b	

## Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
<b>1 Program service revenue</b>					
a					
b					
c					
d					
e					
f					
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments</b>					
<b>3 Interest on savings and temporary cash investments</b>					
<b>4 Dividends and interest from securities</b>				14	6,810.
<b>5 Net rental income or (loss) from real estate</b>					
a Debt-financed property					
b Not debt-financed property					
<b>6 Net rental income or (loss) from personal property</b>					
<b>7 Other investment income</b>					
<b>8 Gain or (loss) from sales of assets other than inventory</b>				18	-3,362.
<b>9 Net income or (loss) from special events</b>					
<b>10 Gross profit or (loss) from sales of inventory</b>					
<b>11 Other revenue:</b>					
a					
b					
c					
d					
e					
<b>12 Subtotal Add columns (b), (d), and (e)</b>					3,448.
<b>13 Total Add line 12, columns (b), (d), and (e)</b>				13	3,448.

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions )
N/A	



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## Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
<u>Postage &amp; Delivery</u>	21.	0.	0.	21.
<u>Telephone &amp; Communications</u>	20.	0.	0.	20.
<u>Bank &amp; Credit Card Fees</u>	155.	0.	0.	155.
<u>Taxes &amp; Filing Fees</u>	30.	0.	0.	30.
<u>Amortization</u>	0.	0.	0.	0.
<b>Total</b>	<b>226.</b>	<b>0.</b>	<b>0.</b>	<b>226.</b>

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## Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Found- ation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
<b>a Paid during the year</b>				
<u>ACLU Foundation of No. CA</u> 39 Drumm Street San Francisco CA 94111		Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 500.
<u>California Lawyers for the Arts</u> Fort Mason Center C-255 San Francisco CA 94123		Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 500.
<u>Disability Rights Advocates</u> 2001 Center St., 4th Floor Berkeley CA 94704		Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 100.
<u>Public Advocates</u> 131 Steuart Street, Ste 300 San Francisco CA 94105		Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 300.
<u>Americans United for Sep Church &amp; State</u> 1301 K Street, NW #850 E. Tower Washington DC 20005		Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 250.
<u>Orangutan Foundation Int</u> 824 Wellesley Avenue Los Angeles CA 90049		Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 500.
<u>Bay Area Women's and Children's Center</u> 318 Leavenworth Street San Francisco CA 94102		Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 100.
<u>Parkinson's Institute</u> 675 Almanor Avenue Sunnyvale CA 94085		Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 200.
<u>Gesundheit Institute</u> PO Box 50125 Arlington VA 22205		Publicly Supported 509(a)1	Global Outreach	Person or Business <input checked="" type="checkbox"/> 350.
<u>Planned Parenthood Fed of America</u> 434 West 33rd St, 12th FL New York NY 10001		Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 500.

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Continued

## Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Found- ation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox	Amount
<b>a Paid during the year</b>					
<u>Minnesota Medical Foundation</u> PO Box 64001 St Paul MN 55164	----- N/A	Publicly Supported 509(a)1	Summer Serafin Memorial Transplant Fund	Person or Business <input checked="" type="checkbox"/>	200.
<u>Haight Ashbury Free Clinics</u> PO Box 29917 San Francisco CA 94129	----- N/A	Publicly Supported 509(a)1	----- General Support	Person or Business <input checked="" type="checkbox"/>	500.
<u>KALW-Radio</u> 500 Mansell Street San Francisco CA 94134	----- N/A	Publicly Supported 509(a)1	----- General Support	Person or Business <input checked="" type="checkbox"/>	100.
<u>KQED</u> 2601 Mariposa Street San Francisco CA 94110	----- N/A	Publicly Supported 509(a)1	----- General Support	Person or Business <input checked="" type="checkbox"/>	100.
<u>Center for Media and Democracy</u> 520 University Ave #227 Madison WI 53703	----- N/A	Publicly Supported 509(a)1	----- General Support	Person or Business <input checked="" type="checkbox"/>	300.
<u>Democracy Now!</u> PO Box 693 New York NY 10013	----- N/A	Publicly Supported 509(a)1	----- General Support	Person or Business <input checked="" type="checkbox"/>	1,000.
<u>Ins for Social and Cultural Comm</u> 18 Millfield Street Woods Hole MA 02543	----- N/A	Publicly Supported 509(a)1	----- To Support Z-Magazine	Person or Business <input checked="" type="checkbox"/>	100.
<u>Int'l Society for Ecology and Culture</u> PO Box 9475 Berkeley CA 94709	----- N/A	Publicly Supported 509(a)1	----- To Support TUC Radio	Person or Business <input checked="" type="checkbox"/>	1,000.
<u>Media Freedom Foundation</u> 1929 Martin Luther King Jr Way Berkeley CA 94704	----- N/A	Publicly Supported 509(a)1	----- General Support	Person or Business <input checked="" type="checkbox"/>	100.
<u>Media Freedom Foundation</u> 1929 Martin Luther King Jr Way Berkeley CA 94704	----- N/A	Publicly Supported 509(a)1	----- To Support Flashpoints	Person or Business <input checked="" type="checkbox"/>	400.
<u>Magic Theater</u> Fort Mason Bldg D San Francisco CA 94123	----- N/A	Publicly Supported 509(a)1	----- General Support	Person or Business <input checked="" type="checkbox"/>	100.
<u>Aurora Theater Co.</u> 2081 Addison Street Berkeley CA 94704	----- N/A	----- 509(a)2	----- General Support	Person or Business <input checked="" type="checkbox"/>	1,500.
<u>San Francisco Playhouse</u> 588 Sutter Street #318 San Francisco CA 94102	----- N/A	----- 509(a)2	----- General Support	Person or Business <input checked="" type="checkbox"/>	1,000.
<u>Shotgun Players</u> 1901 Ashby Street Berkeley CA 94704	----- N/A	----- 509(a)2	----- General Support	Person or Business <input checked="" type="checkbox"/>	1,000.
<u>Squaw Valley Comm of Writers</u> PO Box 1416 Nevada City CA 95959	----- N/A	----- 509(a)2	----- General Support	Person or Business <input checked="" type="checkbox"/>	100.

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Continued

## Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Found- ation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox	Amount
<b>a Paid during the year</b>					
CA Shakespeare Theater 701 Heinz Avenue Berkeley CA 94710	N/A	Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/>	500.
PlayGround 268 Bush Street #2912 San Francisco CA 94104	N/A	Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/>	500.
Theater Bay Area 870 Market Street #375 San Francisco CA 94102	N/A	509(a)2	General Support	Person or Business <input checked="" type="checkbox"/>	100.
Grabhorn Institute 1802 Hays Street San Francisco CA 94129	N/A	School 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/>	100.
Fractured Atlas Prod. Inc. 248 E. 35th St. Rm 1202 New York NY 10016	N/A	509(a)2	To support Symmetry Theatre matching campaign	Person or Business <input checked="" type="checkbox"/>	200.
Tracy Performing Arts Fdn 729 Central Avenue Tracy CA 95376	N/A	Publicly Supported 509(a)1	E Company Shanghai Trip	Person or Business <input checked="" type="checkbox"/>	100.
Stagebridge 2501 Harrison Street Oakland CA 94612	N/A	Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/>	100.
Bowdoin College 3530 College Station Brunswick ME 04011	N/A	School 509(a)1	Senior Parents Gift Campaign	Person or Business <input checked="" type="checkbox"/>	250.
Richmond College Prep School PO Box 2814 Richmond CA 94802	N/A	School 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/>	500.
Oxbow School 530 Third Street Napa CA 94559	N/A	School 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/>	100.
Brown University 38 Brown Street Providence RI 02912	N/A	School 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/>	500.
Harvard College Fund 124 Mount Auburn St. Cambridge MA 02138	N/A	School 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/>	1,000.
University of Chicago 1126 E. 59th #110 Chicago IL 60637	N/A	School 509(a)1	Morton Grodzins Fellowship Fund	Person or Business <input checked="" type="checkbox"/>	500.
University of Chicago 1126 E. 59th #110 Chicago IL 60637	N/A	School 509(a)1	College Fund	Person or Business <input checked="" type="checkbox"/>	500.
Yale University PO Box 1890 New Haven CT 06508	N/A	School 509(a)1	Drama School Support	Person or Business <input checked="" type="checkbox"/>	500.

Form 990-PF, Page 11, Part XV, line 3a

Continued

## Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Found- ation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
<b>a Paid during the year</b>				
<u>Yale University</u> PO Box 1890 New Haven CT 06508		School 509(a)1	Law School Support	Person or Business <input checked="" type="checkbox"/> 250.
<u>Edible Schoolyard</u> 1781 Rose Street Berkeley CA 94703		Publicly Supported 509(a)1		Person or Business <input checked="" type="checkbox"/> 200.
<u>Francis W. Parker School</u> 330 W. Weber Avenue Chicago IL 60614		School 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 200.
<u>H.E.A.R.</u> 1405 Lyon Street San Francisco CA 94115		Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 300.
<u>Berkeley Symphony Orchestra</u> 1942 University Ave #207 Berkeley CA 94704				Person or Business <input checked="" type="checkbox"/> 1,000.
<u>Symphony Parnassus</u> PO Box 225297 San Francisco CA 94122		Publicly Supported 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 500.
<u>Blue Bear School of Music</u> Fort Mason Bldg D San Francisco CA 94123		School 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 150.
<u>Holy Names University</u> 3500 Mountain Blvd. Oakland CA 94619		School 509(a)1	Kennedy Center/ Master Guild Series	Person or Business <input checked="" type="checkbox"/> 500.
<u>Pacific Lutheran Theological Seminary</u> 2770 Marin Avenue Berkeley CA 94708		Church 509(a)1	General Support	Person or Business <input checked="" type="checkbox"/> 100.
<u>Alliance for Global Justice</u> 1247 East Street SE Washington DC 20003		Publicly Supported 509(a)1	To Support Occupy Wall Street	Person or Business <input checked="" type="checkbox"/> 500.

Total

19,950.

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## Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Leventhal Kline Mgmt Inc.	Tax Preparation	2,184.			2,184.

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Continued

## Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Total		<u>2,184.</u>		<u>2,184.</u>	

Form 990-PF, Page 1, Part I

## Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Leventhal Kline Mgmt Inc	Management & Admin Services	<u>6,000.</u>	<u>600.</u>	<u>0.</u>	<u>5,400.</u>
Financial West Group	Investment Advisory Fees	<u>4,147.</u>	<u>4,147.</u>	<u>0.</u>	<u>0.</u>
Total		<u>10,147.</u>	<u>4,747.</u>	<u>0.</u>	<u>5,400.</u>

Form 990-PF, Page 2, Part II, Line 10b

## L-10b Stmt

Line 10b - Investments - Corporate Stock:	Book Value	Fair Market Value
AT&T Inc.	<u>9,616.</u>	<u>9,616.</u>
Berkshire Hathaway Inc Cl B	<u>38,150.</u>	<u>38,150.</u>
CIA Saneamento Basico de Sao Paulo	<u>5,565.</u>	<u>5,565.</u>
Fidelity National Fin Inc	<u>10,785.</u>	<u>10,785.</u>
H J Heinz Co	<u>13,510.</u>	<u>13,510.</u>
Hershey Co	<u>11,676.</u>	<u>11,676.</u>
Hewlett Packard Co	<u>6,440.</u>	<u>6,440.</u>
Idearc Inc.	<u>0.</u>	<u>0.</u>
Ishares Tr MSCI USA Select Social Index Fd	<u>14,968.</u>	<u>14,968.</u>
National Grid New ADR	<u>5,042.</u>	<u>5,042.</u>
Norsk Hydro A S Spons ADR	<u>1,985.</u>	<u>1,985.</u>
Portland Gen Elec Co Com New	<u>10,774.</u>	<u>10,774.</u>
Powershs ETF Tr Wilder Hill Clean Energy Portfolio	<u>1,486.</u>	<u>1,486.</u>
Royce Value Trust Inc 5.9%	<u>12,820.</u>	<u>12,820.</u>
Statoil Hydro ASA Spon ADR	<u>9,424.</u>	<u>9,424.</u>
Verizon Communications	<u>10,030.</u>	<u>10,030.</u>
Ventas Inc	<u>15,381.</u>	<u>15,381.</u>
Total	<u>177,652.</u>	<u>177,652.</u>

Form 990-PF, Page 2, Part II, Line 13  
L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Neuberger Berman Soc Resp Inv	23,184.	23,184.
New Alternatives Fd	9,683.	9,683.
Parnassus Equity Income	39,719.	39,719.
Pax World Balanced Fund	50,574.	50,574.
Pax World High Yield Bond Indiv	4,906.	4,906.
Templeton Global Bond Cl A	4,835.	4,835.
Total	132,901.	132,901.